

ARNOLD & PORTER KAYE SCHOLER LLP

250 West 55th Street

New York, New York 10019

Telephone: (212) 836-8000

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Special Counsel to the Debtors and Debtors in Possession

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:

PURDUE PHARMA L.P., et al.,¹

Debtors.

Chapter 11

Case No. 19-23649 (RDD)

(Jointly Administered)

**EIGHTH MONTHLY FEE STATEMENT OF ARNOLD & PORTER
KAYE SCHOLER LLP FOR COMPENSATION FOR SERVICES AND
REIMBURSEMENT OF EXPENSES AS SPECIAL COUNSEL FOR THE DEBTORS
FOR THE PERIOD FROM APRIL 1, 2020 THROUGH APRIL 30, 2020**

Name of Applicant	Arnold & Porter Kaye Scholer LLP
Applicant's Role in Case	Special Counsel to the Debtors
Date Order of Employment Signed	December 20, 2019
Period for Which Compensation and Reimbursement is Sought	April 1, 2020 through April 30, 2020

¹ The Debtors in these cases, along with the last four digits of each Debtor's registration number in the applicable jurisdiction, are as follows: Purdue Pharma L.P. (7484), Purdue Pharma Inc. (7486), Purdue Transdermal Technologies L.P. (1868), Purdue Pharma Manufacturing L.P. (3821), Purdue Pharmaceuticals L.P. (0034), Imbrium Therapeutics L.P. (8810), Adlon Therapeutics L.P. (6745), Greenfield BioVentures L.P. (6150), Seven Seas Hill Corp. (4591), Ophir Green Corp. (4594), Purdue Pharma of Puerto Rico (3925), Avrio Health L.P. (4140), Purdue Pharmaceutical Products L.P. (3902), Purdue Neuroscience Company (4712), Nayatt Cove Lifescience Inc. (7805), Button Land L.P. (7502), Rhodes Associates L.P. (N/A), Paul Land Inc. (7425), Quidnick Land L.P. (7584), Rhodes Pharmaceuticals L.P. (6166), Rhodes Technologies (7143), UDF L.P. (0495), SVC Pharma L.P. (5717) and SVC Pharma Inc. (4014). The Debtors' corporate headquarters is located at One Stamford Forum, 201 Tresser Boulevard, Stamford, CT 06901.

Summary of Total Fees and Expenses Requested	
Total Compensation Incurred	\$133,908.57 ²
Less 20% Holdback	\$26,781.71
Total Reimbursement Requested	\$70.00
Total Compensation and Reimbursement Requested in this Statement	\$107,196.86
This is a(n): <input checked="" type="checkbox"/> Monthly Application <input type="checkbox"/> Interim Application <input type="checkbox"/> Final Application	

Pursuant to sections 327, 330, and 331 of chapter 11 of title 11 of the United States Code (the “**Bankruptcy Code**”), Rule 2016 of the Federal Rules of Bankruptcy Procedure (the “**Bankruptcy Rules**”), Rule 2016-1 of the Local Bankruptcy Rules for the United States Bankruptcy Court for the Southern District of New York (the “**Local Rules**”), the *Order Authorizing the Retention and Employment of Arnold & Porter Kaye Scholer LLP as Special Counsel for the Debtors Nunc Pro Tunc to the Petition Date*, dated December 20, 2019 [Docket No. 691] (the “**Retention Order**”), and the *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Retained Professionals*, dated November 21, 2019 [Docket No. 529] (the “**Interim Compensation Order**”), Arnold & Porter Kaye Scholer LLP (“**A&P**”), special counsel to the above-captioned debtors and debtors in possession (collectively, the “**Debtors**”), submits this *Monthly Statement of Services Rendered and Expenses Incurred for the Period from April 1, 2020 Through April 30, 2020* (this “**Fee Statement**”).³ By this Fee Statement, A&P seeks (i) compensation in the amount of

² This amount reflects a reduction in fees in the amount of \$23,630.93 on account of voluntary discounts on fees as described in the Application of Debtors for Authority to Retain and Employ Arnold & Porter Kaye Scholer LLP as Special Counsel to the Debtors *Nunc Pro Tunc* to the Petition Date [Docket No. 593] (the “**Retention Application**”).

³ The period from April 1, 2020, through and including April 30, 2020, is referred to herein as the “**Fee Period**.”

\$107,196.86 which is equal to 80% of the total amount of reasonable compensation for actual, necessary legal services that A&P incurred in connection with such services during the Fee Period (*i.e.*, \$133,908.57) and (ii) payment of \$70.00 for the actual, necessary expenses that A&P incurred in connection with such services during the Fee Period.

Itemization of Services Rendered and Disbursements Incurred

1. Attached hereto as **Exhibit A** is a chart of the number of hours expended and fees incurred (on an aggregate basis) by A&P partners, counsel, associates, and paraprofessionals during the Fee Period with respect to each of the project categories A&P established in accordance with its internal billing procedures. As reflected in **Exhibit A**, A&P incurred \$133,908.57 in fees during the Fee Period. Pursuant to this Fee Statement, A&P seeks reimbursement for 80% of such fees, totaling \$107,126.86.

2. Attached hereto as **Exhibit B** is a chart of A&P professionals and paraprofessionals, including the standard hourly rate for each attorney and paraprofessional who rendered services to the Debtors in connection with these chapter 11 cases during the Fee Period and the title, hourly rate, aggregate hours worked and the amount of fees earned by each professional. The blended hourly billing rate of attorneys for all services provided during the Fee Period is \$949.06.⁴ The blended hourly billing rate of all paraprofessionals is \$335.75.⁵

3. Attached hereto as **Exhibit C** is a chart of expenses that A&P incurred or disbursed in the amount of \$70.00 in connection with providing professional services to the Debtors during the Fee Period.

⁴ This blended hourly rate is for all Arnold & Porter attorney timekeepers who provided services during the Fee Period and takes into account the voluntary discount.

⁵ This blended rate is for all Arnold & Porter paraprofessionals who provided services during the Fee Period and takes into account the voluntary discount.

4. Attached hereto as **Exhibit D** are the time records of A&P for the Fee Period organized by project category with a daily time log describing the time spent by each attorney and other professional during the Fee Period as well as an itemization of expenses.

Notice

5. A&P will provide notice of this Fee Statement in accordance with the Interim Compensation Order. A&P submits that no other or further notice be given.

[Remainder of Page Left Blank Intentionally]

WHEREFORE, A&P, in connection with services rendered on behalf of the Debtors, respectfully requests (i) compensation in the amount of \$107,196.86, which is equal to 80% of the total amount of reasonable compensation for actual, necessary legal services that A&P incurred in connection with such services during the Fee Period (*i.e.*, \$133,908.57) and (ii) payment of \$70.00 for the actual, necessary expenses that A&P incurred in connection with such services during the Fee Period.

Dated:

June 1, 2020

Respectfully submitted,

By: /s/ Rory Greiss

**ARNOLD & PORTER KAYE
SCHOLER LLP**

Rory Greiss
250 West 55th Street
New York, New York 10019
rory.greiss@arnoldporter.com

-AND-

Rosa J. Evergreen
601 Massachusetts Ave, NW
Washington, DC 2001-3743
rosa.evergreen@arnoldporter.com

Special Counsel to the Debtors

Exhibit A

Fees by Project Category

Project Category	Total Hours	Total Fees
Miscellaneous - General Advice	29.50	29,588.50
ORF:EUR:Grunenthal Obligations - 2100000	9.40	9,428.20
Cognitive Agreement	8.60	8,625.80
Commercial Contracts Advice	1.10	1,103.30
Project Hawk	6.30	6,318.90
Project Indigo	15.70	15,747.10
Project Catalyst	3.90	4,475.25
Oncology Development Agreement	35.50	32,193.75
Retention and Fee Applications	16.40	8,866.35
Project Pluto	20.90	17,561.42
Total⁶	147.30	133,908.57

⁶ This amount reflects a reduction in fees in the amount of \$23,630.93 on account of voluntary discounts on fees as described in the Retention Application.

Exhibit B

Professional and Paraprofessional Fees

Name of Professional Person	Position	Year of Obtaining License to Practice (if Applicable)	Hourly Billing Rate	Total Billed Hours	Total Compensation
Evergreen, Rosa J.	Partner	2005	950.00	3.10	2,945.00
Feinstein, Deborah	Partner	1987	1,350.00	3.90	5,265.00
Greiss, Rory	Partner	1981	1,180.00	104.10	122,838.00
Rothman, Eric	Counsel	2008	905.00	19.90	18,009.50
Clements, Ginger	Associate	2016	700.00	1.40	980.00
Zausner, Ethan	Associate	2017	700.00	5.30	3,710.00
Reddix, Darrell	Legal Assistant	N/A	395.00	9.60	3,792.00
Total				147.30	\$157,539.50
Less 15% Discount					(23,630.93)
Discounted Total					\$133,908.57
Less 20% Holdback					(26,781.71)
Total Amount Requested Herein					\$107,126.86

Exhibit C

Summary of Actual and Necessary Expenses

Expense Category	Total Expenses
Filing Fees	\$70.00
Total Expenses	\$70.00

Exhibit D

Detailed Time Records and Expenses

Arnold & Porter

Purdue Pharma L.P.
Philip C. Strassburger, Esq.
One Stamford Forum
Dept. VN: 1008442
Stamford, CT 06901-3431

May 29, 2020
Invoice # 30112453
EIN 53-0208605

Client/Matter # 1049218.00001

Miscellaneous

1000000570

For Legal Services Rendered through April 30, 2020	\$	34,810.00
Less Discount:		<u>-5,221.50</u>
Fee Total		29,588.50
Total Amount Due	\$	<u>29,588.50</u>

Wire Transfer Instructions:

Account Name:	Arnold & Porter Kaye Scholer LLP
Bank Info:	Wells Fargo Bank NA 420 Montgomery Street San Francisco, CA 94104
Account Number:	4127865475
ABA Number:	121000248
Swift Code:	WFBIUS6S

Or Remit To:	Arnold & Porter Kaye Scholer LLP P.O. Box 759451 Baltimore, MD 21275-9451
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May 29, 2020

Invoice # 30112453

(1049218.00001)
Miscellaneous**Legal Services:**

Name	Date	Hours	Narrative
Rory Greiss	04/02/20	3.50	Continued work re: amendments to license agreement and manufacturing and supply agreement including review of comments to amendments (1.2); conference call with R. Kreppel to discuss changes to be made to amendment drafts (.8) and revise and distribute revised amendments (1.5).
Rory Greiss	04/07/20	3.30	Review draft Secondment Agreement (.8); consider intellectual property and confidentiality issues (1.0); call with P. Strassburger re: issues (.5); revise and distribute revised Secondment Agreement (1.0).
Rory Greiss	04/08/20	3.80	Review comments from C. George re: Secondment Agreement (.5); revise agreement re: same (1.0); further comments and revisions re: same (1.0); telephone conference with P. Strassburger re: Aviro Confidentiality Agreement (.5); review draft re same (.5) and correspondence with P. Strassburger re: revisions re: same (.3).
Rory Greiss	04/09/20	4.30	Revise Avrio Confidentiality Agreement (2.0); discuss revisions with P. Strassburger (1.0); further revisions (.9) and correspondence with P. Strassburger and C. George (.4).
Rory Greiss	04/10/20	1.10	Correspondence with P. Strassburger re: confidentiality agreement issues.
Rory Greiss	04/13/20	3.10	Conference call with P. Strassburger to discuss R. Kreppel and C. George comments to Confidentiality Agreement draft (1.1); revise draft (1.8) and distribute to Purdue (.2).
Rory Greiss	04/21/20	1.00	Review latest drafts of amendments (.5); conference call with P. Strassburger and R. Kreppel re: same (.5).
Rory Greiss	04/22/20	3.50	Revise JDA (1.0) and correspondence with R. Inz re: same (.5); prepare slides re: proposed amendments to License Agreement and Manufacturing and Supply Agreement for presentation to BOD (2.0).
Rory Greiss	04/23/20	1.30	Call with P. Strassburger re: sublicense extension (.5); call with E. Rothman to consider best approach to drafting (.8).
Rory Greiss	04/29/20	1.30	Call with P. Strassburger re: Work Order for consulting agreement (.5); revise Work Order (.7) and send to P. Strassburger (.1).

May 29, 2020

Invoice # 30112453

Name	Date	Hours	Narrative
Rory Greiss	04/30/20	3.30	Review correspondence re: confidentiality provisions of patent litigation settlement agreements (.5); review settlement agreements, distribution and supply agreements and patent license agreements confidentiality provisions (1.0); draft summary of confidentiality provisions (1.4) and correspondence with DPW and P re: same (.4).

Total Hours	29.50
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Legal Services-Attorney Summary

Timekeeper	Hours	Rate	Value
Rory Greiss	29.50	1,180.00	34,810.00
TOTAL	29.50		34,810.00

Total Current Amount Due	\$29,588.50
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Arnold & Porter

Purdue Pharma L.P.
Attn: Philip C Strassburger
Vice President & General Counsel
One Stamford Forum
Stamford, CT 06901-3431

May 29, 2020
Invoice # 30112454
EIN 53-0208605

Client/Matter # 1049218.00067

ORF:EUR:Grunenthal Obligations - 2100000

21000008537

For Legal Services Rendered through April 30, 2020	\$	11,092.00
Discount:		<u>-1,663.80</u>
Fee Total		9,428.20
Total Amount Due	\$	<u>9,428.20</u>

Wire Transfer Instructions:

Account Name:	Arnold & Porter Kaye Scholer LLP
Bank Info:	Wells Fargo Bank NA 420 Montgomery Street San Francisco, CA 94104
Account Number:	4127865475
ABA Number:	121000248
Swift Code:	WFBIUS6S

Or Remit To:	Arnold & Porter Kaye Scholer LLP P.O. Box 759451 Baltimore, MD 21275-9451
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May 29, 2020

Invoice # 30112454

(1049218.00067)

ORF:EUR:Grunenthal Obligations - 2100000

Legal Services:

Name	Date	Hours	Narrative
Rory Greiss	04/03/20	1.00	Conference call with R. Kreppel re: G comments to amendment and discuss proposed comebacks re: amendments.
Rory Greiss	04/10/20	1.40	Review latest draft of Amendments to Patent License Agreements.
Rory Greiss	04/21/20	3.50	Conference call with P. Strassburger and R. Kreppel re: amendment to Patent License and amendment to ROW license (.5); begin to revise amendment (1.0) and prepare slides for board presentation (.5); review materials (.5); draft amendment to sublicense (.9) and send to P. Strassburger (.1).
Rory Greiss	04/22/20	3.50	Prepare slides re: proposed amendments to patent license agreements for presentation to BOD (2.0); revise draft amendment (1.2) and correspondence with C. Robertson re: same (.3).
Total Hours		9.40	

Legal Services-Attorney Summary

Timekeeper	Hours	Rate	Value
Rory Greiss	9.40	1,180.00	11,092.00
TOTAL	9.40		11,092.00

Total Current Amount Due

\$9,428.20

Arnold & Porter

Purdue Pharma L.P.
One Stamford Forum
Stamford, CT 06901-3431
Attn: Philip C Strassburger
Vice President & General Counsel

May 29, 2020
Invoice # 30112455
EIN 53-0208605

Client/Matter # 1049218.00083

Cognitive Agreement

20200002786

For Legal Services Rendered through April 30, 2020	\$	10,148.00
Discount:		<u>-1,522.20</u>
Fee Total		8,625.80
Total Amount Due	\$	<u>8,625.80</u>

Wire Transfer Instructions:

Account Name:	Arnold & Porter Kaye Scholer LLP
Bank Info:	Wells Fargo Bank NA 420 Montgomery Street San Francisco, CA 94104
Account Number:	4127865475
ABA Number:	121000248
Swift Code:	WFBIUS6S

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May 29, 2020

Invoice # 30112455

(1049218.00083)
Cognitive Agreement

Legal Services:

Name	Date	Hours	Narrative
Rory Greiss	04/23/20	1.50	Call (.8) and correspondence (.7) with K. McCarthy re: open issues on mark-up.
Rory Greiss	04/24/20	2.50	Review K. McCarthy mark-up (1.2); telephone conference with K.M. re: revisions (.8); draft language for mark-up (.5).
Rory Greiss	04/27/20	2.50	Correspondence with K. McCarthy re: open points in latest draft (1.0); review Net Sales definition in draft and in precedents (1.0); further correspondence with K.M. (.5).
Rory Greiss	04/28/20	2.10	Review latest draft (.8); conference call with P. Strassburger and K. McCarthy (.5); further correspondence re: open points (.8).
Total Hours		8.60	

Legal Services-Attorney Summary

Timekeeper	Hours	Rate	Value
Rory Greiss	8.60	1,180.00	10,148.00
TOTAL	8.60		10,148.00

Total Current Amount Due

\$8,625.80

Arnold & Porter

Purdue Pharma L.P.
Attn: Maria Barton
General Counsel
One Stamford Forum
Stamford, CT 06901

May 29, 2020
Invoice # 30112456
EIN 53-0208605

Client/Matter # 1049218.00117

Commercial Contracts Advice

20170001233

For Legal Services Rendered through April 30, 2020	\$	1,298.00
Discount:		<u>-194.70</u>
Fee Total		1,103.30
Total Amount Due	\$	<u>1,103.30</u>

Wire Transfer Instructions:

Account Name: Arnold & Porter Kaye Scholer LLP
Bank Info: Wells Fargo Bank NA
420 Montgomery Street
San Francisco, CA 94104
Account Number: 4127865475
ABA Number: 121000248
Swift Code: WFBIUS6S

Or Remit To: Arnold & Porter Kaye Scholer LLP
P.O. Box 759451
Baltimore, MD 21275-9451

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May 29, 2020

Invoice # 30112456

(1049218.00117)
Commercial Contracts Advice

Legal Services:

Name	Date	Hours	Narrative
Rory Greiss	04/03/20	1.10	Call with R. Kreppel re: issues under proposed amendment to license agreement and manufacturing and supply agreement and next steps.
Total Hours		1.10	

Legal Services-Attorney Summary

Timekeeper	Hours	Rate	Value
Rory Greiss	1.10	1,180.00	1,298.00
TOTAL	1.10		1,298.00

Total Current Amount Due	\$1,103.30
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Arnold & Porter

Purdue Pharma L.P.
Attn: Maria Barton
General Counsel
One Stamford Forum
Dept. VN: 1008442
Stamford, CT 06901-3431

May 29, 2020
Invoice # 30112457
EIN 53-0208605

Client/Matter # 1049218.00128

Project Hawk

20200002836

For Legal Services Rendered through April 30, 2020	\$	7,434.00
Discount:		<u>-1,115.10</u>
Fee Total		6,318.90
Total Amount Due	\$	<u>6,318.90</u>

Wire Transfer Instructions:

Account Name:	Arnold & Porter Kaye Scholer LLP
Bank Info:	Wells Fargo Bank NA 420 Montgomery Street San Francisco, CA 94104
Account Number:	4127865475
ABA Number:	121000248
Swift Code:	WFBIUS6S

Or Remit To:	Arnold & Porter Kaye Scholer LLP P.O. Box 759451 Baltimore, MD 21275-9451
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May 29, 2020

Invoice # 30112457

(1049218.00128)
Project Hawk

Legal Services:

Name	Date	Hours	Narrative
Rory Greiss	04/01/20	0.80	Correspondence re: submission of Funding Agreement for court approval.
Rory Greiss	04/03/20	0.80	Discussion re: call with UCC on Project Funding Agreement.
Rory Greiss	04/05/20	3.20	Correspondence re: questions from members of UCC on Funding Agreement (.5); review list of questions (.8); review responses from others on Purdue team (.7); propose responses to questions allocated by P. Strassburger (.9) and correspondence with P. Strassburger re: proposed response (.3).
Rory Greiss	04/06/20	1.50	Correspondence with P. Strassburger re: additional material for answers to questions from UCC re: Funding Agreement.
Total Hours		6.30	

Legal Services-Attorney Summary

Timekeeper	Hours	Rate	Value
Rory Greiss	6.30	1,180.00	7,434.00
TOTAL	6.30		7,434.00

Total Current Amount Due

\$6,318.90

Arnold & Porter

Purdue Pharma L.P.
Attn: Phillip C. Strassburger
Vice President & General Counsel
One Stamford Forum
Stamford, CT 06901

May 29, 2020
Invoice # 30112458
EIN 53-0208605

Client/Matter # 1049218.00130

Project Indigo

20180001888

For Legal Services Rendered through April 30, 2020	\$	18,526.00
Discount:		<u>-2,778.90</u>
Fee Total		15,747.10
Total Amount Due	\$	<u>15,747.10</u>

Wire Transfer Instructions:

Account Name: Arnold & Porter Kaye Scholer LLP
Bank Info: Wells Fargo Bank NA
420 Montgomery Street
San Francisco, CA 94104
Account Number: 4127865475
ABA Number: 121000248
Swift Code: WFBIUS6S

Or Remit To: Arnold & Porter Kaye Scholer LLP
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Baltimore, MD 21275-9451

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May 29, 2020

Invoice # 30112458

(1049218.00130)
Project Indigo**Legal Services:**

Name	Date	Hours	Narrative
Rory Greiss	04/20/20	1.80	Review P. Strassburger comments to draft term sheet (.5); revise term sheet (1.2) and send to P. Strassburger and R. Kreppel (.1).
Rory Greiss	04/21/20	1.30	Review correspondence and preliminary comments on Indigo term sheet (.5); begin to revise (.8).
Rory Greiss	04/22/20	1.50	Review term sheet and correspondence in preparation for conference call (.8); conference call with P. Strassburger, R. Inz, P. Mathers, J. Normile, B. Koch and R. Kreppel re: proposed settlement with Indigo (.7).
Rory Greiss	04/23/20	2.30	Review latest term sheet in preparation for conference call (.5); conference call with P. Strassburger, R. Inz, B. Koch, P. Mathers and R. Kreppel to review term sheet (.8); begin to revise term sheet (1.0).
Rory Greiss	04/24/20	1.50	Revisions to term sheet and correspondence with P. Mather, B. Koch, P. Strassburger and R. Inz re: same.
Rory Greiss	04/27/20	2.50	Review comments from B. Koch, P. Mathers and others (1.0); revise term sheet (1.4) and distribute (.1).
Rory Greiss	04/28/20	1.50	Revise term sheet (1.4) and distribute (.1).
Rory Greiss	04/29/20	0.80	Review R. Kreppel comments to latest draft of term sheet.
Rory Greiss	04/30/20	2.50	Conference call with P. Strassburger and R. Kreppel to discuss comments to term sheet (1.0); call with P. Strassburger and J. Normile re: litigation timing. (.5); revise (.9) and distribute revised term sheet (.1).
Total Hours		15.70	

May 29, 2020

Invoice # 30112458

Legal Services-Attorney Summary

Timekeeper	Hours	Rate	Value
Rory Greiss	15.70	1,180.00	18,526.00
TOTAL	15.70		18,526.00

Total Current Amount Due**\$15,747.10**

Arnold & Porter

Purdue Pharma L.P.
Philip Strassburger, Esq.
One Stamford Forum
Stamford, CT 06901-3431

May 29, 2020
Invoice # 30112459
EIN 53-0208605

Client/Matter # 1049218.00132

Project Catalyst

20200002830

For Legal Services Rendered through April 30, 2020	\$	5,265.00
Discount:		<u>-789.75</u>
Fee Total		4,475.25
Total Amount Due	\$	<u>4,475.25</u>

Wire Transfer Instructions:

Account Name: Arnold & Porter Kaye Scholer LLP
Bank Info: Wells Fargo Bank NA
420 Montgomery Street
San Francisco, CA 94104
Account Number: 4127865475
ABA Number: 121000248
Swift Code: WFBIUS6S

Or Remit To: Arnold & Porter Kaye Scholer LLP
P.O. Box 759451
Baltimore, MD 21275-9451

Please include invoice number on all remittances

For billing inquiries or copies of invoices, please contact: Invoice@arnoldporter.com

May 29, 2020

Invoice # 30112459

(1049218.00132)
Project Catalyst

Legal Services:

Name	Date	Hours	Narrative
Deborah L. Feinstein	04/02/20	1.00	Teleconference with R. Aleali and J. Doyle re: Project Catalyst.
Deborah L. Feinstein	04/04/20	0.40	Correspondence with R. Aleali and J. Doyle re: Project Catalyst.
Deborah L. Feinstein	04/10/20	1.00	Teleconference with R. Aleali and J. Doyle re: Project Catalyst.
Deborah L. Feinstein	04/17/20	0.50	Teleconference with R. Aleali and J. Doyle re: Project Catalyst.
Deborah L. Feinstein	04/22/20	0.30	Review materials for call with R. Aleali; J. Doyle.
Deborah L. Feinstein	04/23/20	0.50	Conference call with R. Aleali and J. Doyle re Project Catalyst.
Deborah L. Feinstein	04/23/20	0.20	Review emails re pricing issues re: Project Catalyst.
Total Hours		3.90	

Legal Services-Attorney Summary

Timekeeper	Hours	Rate	Value
Deborah L. Feinstein	3.90	1,350.00	5,265.00
TOTAL	3.90		5,265.00

Total Current Amount Due

\$4,475.25

Arnold & Porter

Purdue Pharma L.P.
Attn: Roxana Aleali
Associate General Counsel
One Stamford Forum
Stamford, CT 06901-3431

May 29, 2020
Invoice # 30112460
EIN 53-0208605

Client/Matter # 1049218.00143

Oncology Development Agreement

20190002456

For Legal Services Rendered through April 30, 2020	\$	37,875.00
Discount:		<u>-5,681.25</u>
Fee Total		32,193.75
Total Amount Due	\$	<u>32,193.75</u>

Wire Transfer Instructions:

Account Name:	Arnold & Porter Kaye Scholer LLP
Bank Info:	Wells Fargo Bank NA 420 Montgomery Street San Francisco, CA 94104
Account Number:	4127865475
ABA Number:	121000248
Swift Code:	WFBIUS6S

Or Remit To:	Arnold & Porter Kaye Scholer LLP P.O. Box 759451 Baltimore, MD 21275-9451
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Please include invoice number on all remittances

For billing inquiries or copies of invoices, please contact: Invoice@arnoldporter.com

May 29, 2020

Invoice # 30112460

(1049218.00143)
Oncology Development Agreement**Legal Services:**

Name	Date	Hours	Narrative
Rory Greiss	04/03/20	1.30	Review draft Joint Development agreement in connection with discussion on next steps in negotiation (.5); call with P. Strassburger re: same (.8).
Eric Rothman	04/03/20	1.10	Review documents and emails re EDO project.
Rory Greiss	04/08/20	0.50	Review materials from meeting between Imbrium and M.
Rory Greiss	04/16/20	3.20	Review materials including terminated agreements, draft Joint Development Agreement and correspondence in preparation for call with P. Strassburger re: preparation of concepts for new arrangements (2.0); call with P. Strassburger re same (.7); call with E. Rothman to bring him up to speed re same (.5).
Rory Greiss	04/17/20	3.50	Review and comment on high level terms drafted by E. Rothman (2.0) and call with E. Rothman re: same (.5); conference call with E. Rothman and P. Strassburger to discuss high level terms. (1.0).
Eric Rothman	04/17/20	2.30	Teleconference with R. Greiss to discuss Oncology Assets Project (.5); teleconference with R. Greiss and P. Strassburger re: same (1.0); review, revise materials re same (.8).
Eric Rothman	04/20/20	1.40	Review, revise heads of terms relating to Oncology Assets Project.
Rory Greiss	04/21/20	2.50	Review materials to prepare for conference call regarding structuring new arrangements with development partner (.5); conference call with P. Strassburger, R. Aleali, K. McCarthy and E. Rothman re: same (1.0); review key terms drafted by E. Rothman reflecting discussion and comment (1.0).
Eric Rothman	04/21/20	2.10	Teleconference with P. Strassburger, R. Aleali, K. McCarthy and R. Greiss to discuss terms relating to Oncology Assets Project (1.0) and review, analyze same (1.1).
Eric Rothman	04/22/20	1.60	Review, revise Key Terms of Purdue Oncology arrangement.
Rory Greiss	04/24/20	2.00	Review latest term sheet in preparation for call with Purdue team (.5); call with Purdue team re: term sheet (1.0); correspondence with E. Rothman re: revising term sheet (.5).
Eric Rothman	04/24/20	1.80	Teleconference with Purdue team to discuss terms relating to Oncology Assets Project (1.0) and review, analyze same (.8).

May 29, 2020

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Name	Date	Hours	Narrative
Rory Greiss	04/28/20	1.20	Review P. Medieros comments to Key terms (.5); correspondence with P team re: same (.7).
Rory Greiss	04/29/20	4.20	Correspondence with P. Strassburger re: preparation of talking points for BOD presentation (.5); correspondence with E. Rothman on same (.7); review key terms in preparation for Webex (.5); teleconference on key terms with R. Aleali, E. Rothman, P. Strassburger and K. McCarthy (.7) and correspondence with E. Rothman re: revisions to be made (.4); review correspondence re: "termination" of development obligations under purchase agreement from K. McCarthy (.5); teleconference with E. Rothman to review purchase agreement (.9).
Eric Rothman	04/29/20	2.30	Teleconference with R. Greiss to discuss terms relating to Oncology Assets Project (.9) and review, analyze same (1.4).
Eric Rothman	04/29/20	0.70	Teleconference with R. Greiss, R. Aleali, P. Strassburger and K. McCarthy to discuss Head Agreements in Oncology Asset Project.
Rory Greiss	04/30/20	2.50	Review asset purchase materials in preparation for call with K. McCarthy (.7); conference call with E. Rothman and K. McCarthy to discuss potential strategy to dealing with seller in asset purchase transaction (.8); finalize draft of Key Terms with E. Rothman (1.0).
Eric Rothman	04/30/20	1.30	Review, revise key terms relating to Oncology Assets Project (.5); conference call with R. Greiss and K. McCarthy to discuss potential strategy to dealing with seller in asset purchase transaction (.8).
Total Hours		35.50	

Legal Services-Attorney Summary

Timekeeper	Hours	Rate	Value
Rory Greiss	20.90	1,180.00	24,662.00
Eric Rothman	14.60	905.00	13,213.00
TOTAL	35.50		37,875.00

Total Current Amount Due

\$32,193.75

Arnold & Porter

Purdue Pharma L.P.
Attn: Philip Strassburger
Vice President and General Counsel
One Stamford Forum
Stamford, CT 06901-3431

May 29, 2020
Invoice # 30112461
EIN 53-0208605

Client/Matter # 1049218.00148

Retention and Fee Applications

20190002705

For Legal Services Rendered through April 30, 2020	\$	10,431.00
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Discount:		<u>-1,564.65</u>
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Fee Total		8,866.35
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Disbursements Recorded through April 30, 2020		<u>70.00</u>
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Total Amount Due	\$	<u>8,936.35</u>
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Wire Transfer Instructions:

Account Name:	Arnold & Porter Kaye Scholer LLP
Bank Info:	Wells Fargo Bank NA 420 Montgomery Street San Francisco, CA 94104
Account Number:	4127865475
ABA Number:	121000248
Swift Code:	WFBIUS6S

Or Remit To:	Arnold & Porter Kaye Scholer LLP P.O. Box 759451 Baltimore, MD 21275-9451
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Please include invoice number on all remittances

For billing inquiries or copies of invoices, please contact: Invoices@arnoldporter.com

May 29, 2020

Invoice # 30112461

(1049218.00148)**Retention and Fee Applications****Legal Services:**

Name	Date	Hours	Narrative
Ginger Clements	04/03/20	0.20	Correspond with R. Evergreen, D. Reddix re invoice review.
Rosa J. Evergreen	04/03/20	0.10	Correspond with A&P team re invoices.
Rosa J. Evergreen	04/14/20	0.50	Correspond with A&P team re upcoming fee application and fee statement (.3); correspond with A&P team re February statement (.2).
Rosa J. Evergreen	04/16/20	0.20	Correspond with A&P team re fee statement.
Darrell B. Reddix	04/16/20	2.50	Draft seventh monthly fee statement, including exhibits
Darrell B. Reddix	04/17/20	2.40	Draft seventh monthly fee statement, including exhibits
Rory Greiss	04/20/20	0.50	Correspondence with DPW re: interim fee hearing (.3); register to participate in same (.2).
Rosa J. Evergreen	04/20/20	0.30	Correspond with R. Greiss re interim fee application hearing.
Rory Greiss	04/22/20	1.80	Attend bankruptcy court hearing re: Interim Fee Applications and other matters.
Ginger Clements	04/22/20	1.10	Review, analyze invoices re confidentiality and privilege.
Rosa J. Evergreen	04/22/20	0.40	Correspond with R. Greiss re fee statement submissions.
Darrell B. Reddix	04/22/20	0.50	Draft seventh monthly fee statement, including exhibits
Rosa J. Evergreen	04/23/20	0.20	Review, analyze order (.1) and communicate with R. Greiss and D. Reddix on same (.1).
Darrell B. Reddix	04/23/20	0.10	Review Interim Fee Application to compare with allowed amount approved by Trustee.
Darrell B. Reddix	04/24/20	2.40	Draft seventh monthly fee statement, including exhibits.
Rosa J. Evergreen	04/27/20	0.50	Review, revise February fee statement (.3); communicate with R. Greiss on same (.2).
Ginger Clements	04/28/20	0.10	Correspond with A&P team re LEDES format for invoices.
Rosa J. Evergreen	04/28/20	0.60	Review March fee application and revise same (.3); correspond with A&P team on finalizing same for filing (.2); correspond with same on LEDES data (.1).
Darrell B. Reddix	04/28/20	1.00	Finalize seventh monthly fee statement, including exhibits.
Rosa J. Evergreen	04/29/20	0.30	Correspond with A&P team re LEDES data (.2); correspond with A&P team to finalize and file March statement (.1).
Darrell B. Reddix	04/29/20	0.70	Prepare seventh monthly fee statement, including exhibits for filing (.4); serve same (.1); organize LEDES format materials to be submitted to UST (.2).
Total Hours		16.40	

May 29, 2020

Invoice # 30112461

Legal Services-Attorney Summary

Timekeeper	Hours	Rate	Value
Rosa J. Evergreen	3.10	950.00	2,945.00
Rory Greiss	2.30	1,180.00	2,714.00
Ginger Clements	1.40	700.00	980.00
Darrell B. Reddix	9.60	395.00	3,792.00
TOTAL	16.40		10,431.00

Disbursements:

Category	Amount
Filing Fees	70.00

Total Disbursements	70.00
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Total Current Amount Due	\$8,936.35
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Arnold & Porter

Purdue Pharma L.P.
Attn: Phillip C. Strassburger
Vice President & General Counsel
One Stamford Forum
Stamford, CT 06901

May 29, 2020
Invoice # 30112462
EIN 53-0208605

Client/Matter # 1049218.00149

Project Pluto

20200002767

For Legal Services Rendered through April 30, 2020	\$	20,660.50
Discount:		<u>-3,099.08</u>
Fee Total		17,561.42
Total Amount Due	\$	<u>17,561.42</u>

Wire Transfer Instructions:

Account Name:	Arnold & Porter Kaye Scholer LLP
Bank Info:	Wells Fargo Bank NA 420 Montgomery Street San Francisco, CA 94104
Account Number:	4127865475
ABA Number:	121000248
Swift Code:	WFBIUS6S

Or Remit To:	Arnold & Porter Kaye Scholer LLP P.O. Box 759451 Baltimore, MD 21275-9451
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Please include invoice number on all remittances

For billing inquiries or copies of invoices, please contact: Invoice@arnoldporter.com

May 29, 2020

Invoice # 30112462

(1049218.00149)
Project Pluto**Legal Services:**

Name	Date	Hours	Narrative
Rory Greiss	04/06/20	3.20	Review Doyle mark-ups of Option and License Agreement (2.0); conference call with E. Rothman and E. Zausner to discuss comments (1.2).
Eric Rothman	04/06/20	2.30	Review of revised Pluto draft (1.1); telephone conference with A&P colleagues to discuss same (1.2).
Ethan Zausner	04/06/20	1.50	Review, revise Option and License Agreementt (.3); call with team to discuss draft (1.2).
Rory Greiss	04/15/20	2.50	Review current draft of agreement with comments/suggestions/footnotes to prepare for call with J. Doyle and R. Aleali (1.3); call with J. Doyle, R. Aleali, E. Zausner and E. Rothman to discuss comments and open items (.7); follow up with E. Rothman (.5).
Eric Rothman	04/15/20	1.40	Telephone conference with R. Greiss, E. Zausner and client to discuss License (.7); review, analyze same (.7).
Ethan Zausner	04/15/20	0.70	Review draft of agreement in preparation for call with client (.2); teleconference with R. Greiss, E. Rothman and client to discuss draft (in part) (.5).
Rory Greiss	04/16/20	2.20	Review comments to draft in preparation for call with J. Doyle, R. Aleali, E. Zausner and E. Rothman (.7); conference call with Purdue team, E. Rothman and E. Zausner (1.0); follow-up on revising draft with E. Rothman and E. Zausner (.5).
Ethan Zausner	04/16/20	2.00	Teleconference call with Purdue team and client (1.0); review, revise agreement based on call with client (1.0).
Rory Greiss	04/17/20	2.40	Review revised draft of Option and License Agreement (1.7) and send comments to E. Zausner and E. Rothman (.1); correspondence with E. Zausner and E. Rothman re: revisions (.2) and finalize revised draft (.4).
Eric Rothman	04/17/20	1.60	Review, revise Pluto License.
Ethan Zausner	04/17/20	1.10	Review, revise agreement (.8); correspondence with team re same (.3).
Total Hours		20.90	

May 29, 2020

Invoice # 30112462

Legal Services-Attorney Summary

Timekeeper	Hours	Rate	Value
Rory Greiss	10.30	1,180.00	12,154.00
Eric Rothman	5.30	905.00	4,796.50
Ethan Zausner	5.30	700.00	3,710.00
TOTAL	20.90		20,660.50

Total Current Amount Due

\$17,561.42